

**ORGANIZATION OF MISO STATES, INC.
EXECUTIVE COMMITTEE MEETING
CONFERENCE CALL
NOVEMBER 25, 2003**

APPROVED DECEMBER 30, 2003

Commissioner Susan Wefald, President of the Organization of MISO States, Inc. (OMS), called the Executive Committee meeting of the OMS to order at approximately 2:00.

The following members of the Executive Committee were present by conference call for the meeting:

Susan Wefald, North Dakota
Laura Chappelle, Michigan

Kevin Wright, Illinois
Diane Munns, Iowa

The members of the Executive Committee listed above established the necessary quorum for the meeting of at least three members being present.

Other parties also participated in the conference call.

Agenda Item 1, Annual Meeting

Commissioner Wefald discussed the planned agenda for the Dec. 11, 2003 OMS Annual Meeting in Carmel, IN. There will be two panel discussions held in conjunction with the meeting, on the topics of Pricing and Grandfathered Contracts, respectively.

Commissioner Wefald asked for assistance from the other Executive Committee members in recruiting participants for both panels. Mr. David Svanda, a consultant for MISO who was participating in the conference call, offered to assist in finding participants for these panels. Commissioner Wefald will also contact the chairs of the OMS Working Groups for their suggestions on panel participants.

Agenda Item 2, OMS Comments Schedule for Market Tariff

Commissioner Wefald discussed the document entitled, "Proposed Schedule for OMS Working Groups on MISO Market Tariff and FERC Order 2003 Pricing Issues" that had been distributed earlier. The two key dates for OMS' comment process concerning the Midwest Independent System Operator, Inc. (MISO) market tariff filing are February 11, 2004 (MISO to release draft market tariff) and March 31, 2004 (MISO to file the market tariff with the Federal Energy Regulatory Commission (FERC)). The OMS should also be in a position to file comments with FERC on the large generator interconnection docket (Order 2003) after January 20, 2004, when the FERC files its proposed rules to comply with FERC Order 2003.

The OMS comment process on these topics will begin on December 11, 2003, at the Annual OMS Meeting, when each Working Group Chair will present a five-minute discussion of the issues the working group sees for the market tariff and the large generator interconnection docket. At the January 2004 OMS Board of Directors meeting,

the OMS Board will then give direction to the working groups on the list of issues pertaining to these dockets. Additional comments on the large generator interconnection docket can be filed with FERC on March 12, 2004. That date is also the scheduled date for the OMS to file comments with MISO on the MISO market tariff.

Agenda Item 3, MISO/PJM Joint Operating Agreement

The MISO/PJM Draft Joint Operating Agreement (JOA) was discussed at last week's MISO Management Advisory Committee (MAC) meeting. There will be another opportunity to discuss the JOA at the MAC meeting scheduled for December 10, 2003, but it is unclear whether a vote on adoption of the JOA will be taken at that time. Commissioner Wefald stated that the OMS Seams Working Group should be ready to offer comments on the draft JOA prior to the December 10, 2003 MAC meeting. Commissioner Bob Nelson of Michigan, the Chair of the OMS Seams Working Group, will contact Commissioner Wefald by the middle of the first week of December to inform her of the Seams Working Group's planned course of action, so a special OMS Board of Directors meeting can be held to consider the Seams Working Group's comments on the draft JOA, if necessary

Agenda Item 4, Geographic Implementation of MISO Markets

Commissioner Wright noted that Mr. Jim Torgeson, President of MISO, had recently mentioned the possibility of phasing in the MISO energy markets on a geographic basis, with the largest states being implemented first. Commissioner Wright stated that, since this idea is not a firm proposal, no action on this matter from OMS was required at this time. However, it is a subject that may need to be considered at a later time.

Agenda Item 5, Employment Agreement

This item concerned the terms of the employment contract to be offered to the new OMS Executive Director. It was decided that this item would be discussed at a closed meeting of the Executive Committee to be held at a later date.

Agenda Item 6, Executive Director Suggestions on Hiring

This item will also be addressed at the closed OMS Executive Committee meeting mentioned in the discussion for Agenda Item 5.

Agenda Item 7, DOE Funding Proposal

Commissioner Wefald read a letter from the Department of Energy (DOE) responding to OMS' request for funding assistance. DOE's response stated that it would prefer to offer assistance to OMS through a combination of direct grants and DOE-paid contractor work. The topic of DOE funding will be further addressed at the OMS Annual Meeting, where feedback from the Working Group Chairs will be sought on funding needs.

Agenda Item 8, Miscellaneous Travel

The question of whether OMS associate members should have travel expenses to the OMS Annual Meeting reimbursed was discussed. The topic will be further discussed at December's Executive Committee meeting.

Agenda Item 9, Closed Meeting

The closed meeting of the OMS Executive Committee to discuss agenda items 5 and 6 above will be held on December 1, 2003.

Commissioner Wefald adjourned the meeting at approximately 3:00.

Respectfully submitted by Steve Gaw, OMS Secretary